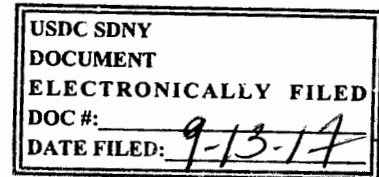


**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**



In re:

AMTRUST FINANCIAL SERVICES, INC.
SECURITIES LITIGATION

1:17-cv-1545 (LAK)

This document applies to: All Cases

**STIPULATION AND ~~PROPOSED~~ SCHEDULING ORDER FOR
RESPONSE TO THE AMENDED COMPLAINT**

This stipulation is entered into between Lead Plaintiff New England Carpenters Guaranteed Annuity and Pension Funds ("Lead Plaintiff") and Defendants AmTrust Financial Services, Inc. ("AmTrust"), Barry D. Zyskind, Ronald E. Pipoly Jr. (together with Zyskind, the "Officer Defendants"), BDO USA, LLP ("BDO"), Donald T. DeCarlo, Susan C. Fisch, Abraham Gulkowitz, George Karfunkel, Jay J. Miller (together with DeCarlo, Fisch, Gulkowitz, and Karfunkel, the "Director Defendants"), Morgan Stanley & Co. LLC ("Morgan Stanley"), Citigroup Global Markets Inc. ("Citigroup"), UBS Securities LLC ("UBS"), RBC Capital Markets, LLC ("RBC"), Keefe, Bruyette & Woods, Inc. ("KBW", together with Morgan Stanley, Citigroup, UBS, and RBC, the "Underwriter Defendants", collectively with AmTrust, the Officer Defendants, BDO, and the Director Defendants, the "Defendants", collectively with Lead Plaintiff, the "Parties").

WHEREAS, on June 19, 2017, the Court consolidated certain actions alleging claims against AmTrust, the Officer Defendants, and the Director Defendants and appointed Lead Plaintiff;

WHEREAS, on June 26, 2017, the court entered a Stipulation and Scheduling Order for Filing of Amended Complaint and Response Thereto (the "Scheduling Order") providing a

schedule for the filing of a consolidated and amended complaint by August 18, 2017 (the “Amended Complaint”), providing 42 days for AmTrust and the Officer Defendants to answer, move to dismiss, or otherwise respond to the Amended Complaint, and establishing a briefing schedule for any motions to dismiss;

WHEREAS, Lead Plaintiff, together with Plaintiffs Sharon Albano, Jupiter Capital Management, Irving Lichtman Revocable Living Trust, and Stanley Newmark (collectively, “Plaintiffs”), filed the Amended Complaint on August 18, 2017;

WHEREAS, the Amended Complaint alleges causes of actions for the first time against BDO, the Director Defendants and the Underwriter Defendants;

WHEREAS, BDO, the Director Defendants, and the Underwriter Defendants were not party to or addressed by the Scheduling Order and were either served with the Amended Complaint or executed a waiver of the service of summons between August 21, 2017, and August 24, 2017;

WHEREAS, BDO and the Underwriter Defendants are being represented by counsel who were not involved in this litigation prior to the filing of the Amended Complaint;

WHEREAS, Defendants are currently operating under a number of different schedules with respect to their responses to the Amended Complaint, with the responses of AmTrust and the Officer Defendants due on September 29, 2017, pursuant to the Scheduling Order; and BDO’s response due on September 14, 2017, the responses of the Director Defendants due on October 20, 2017, and the responses of the Underwriter Defendants are due on September 13 or September 14, 2017, pursuant to Rule 12 of the Federal Rules of Civil Procedure; and

WHEREAS, the Parties have agreed to a schedule whereby each of the Defendants shall operate pursuant to a common schedule for briefing of motions to dismiss the Amended

Complaint, which will enable all parties to most efficiently prepare their briefs in connection with the motions, and the Court to most efficiently consider and decide them;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by the undersigned parties, subject to approval of the Court, that:

1. Defendants shall each answer, move to dismiss or otherwise respond to the Amended Complaint by October 17, 2017;

2. If one or more Defendants move to dismiss, Lead Plaintiff shall file its opposition within ⁴⁵60 days after Defendants file their motion(s) to dismiss;

3. Defendants shall file their reply or replies within ³⁰32 days after Lead Plaintiff files its opposition; and

4. This stipulation and agreement is without prejudice to further extensions.
The Clerk shall terminate DE 93.
Respectfully submitted this 12th day of September 2017.

ROBBINS GELLER RUDMAN
& DOWD LLP

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PURSUANT TO STIPULATION, IT IS SO ORDERED.



Honorable Lewis A. Kaplan
United States District Judge

DATED: September 12, 2017

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE TEMPUR SEALY INTERNATIONAL,
INC. SECURITIES LITIGATION

CIVIL ACTION NO. 17-cv-02169-LAK

**DEFENDANTS' UNOPPOSED MOTION TO
EXTEND THE DEADLINE BY WHICH DEFENDANTS MUST
ANSWER OR OTHERWISE RESPOND TO THE AMENDED COMPLAINT**

Defendants Tempur Sealy International, Inc., Scott L. Thompson, and Barry A. Hytinen (collectively "Defendants") hereby move to extend the deadline by which Defendants must answer or otherwise respond to the Amended Complaint. In support of this Motion, Defendants state as follows:

1. On June 8, 2017, the Court entered an Order whereby Defendants must answer or otherwise respond to the complaint designated by Lead Plaintiff as the operative complaint within forty-five days of the date of Lead Plaintiff's filing or designating the Operative Complaint. ECF No. 21.

2. Lead Plaintiff filed the Amended Complaint, which is the operative complaint, on August 7, 2017, making Defendants' deadline to answer or otherwise respond September 21, 2017. ECF No. 27.

3. Due to the press of other business (including three depositions in the next eight days) and defense counsel's observance of the Jewish high holidays of Rosh Hashanah on the date of filing (September 21-22) and Yom Kippur (September 30), counsel respectfully requests